

ANNUAL CODE OF ETHICS AND CONDUCT PLEDGE FOR BOARD MEMBERS AND STAFF OF AMCHAM CORAL SEA

I hereby acknowledge having received, read, and understood AmCham Coral Sea's Code of Ethics and Conduct and will abide therewith. In addition, I pledge the following.

1. As a member of the Chamber Board or Staff, I **shall**:

- Listen carefully to fellow Board and Chamber staff;
- Respect the opinion of other Board members;
- Respect and support the majority decisions of the Board of Directors;
- Recognize that all authority is vested in the Board of Directors when it meets in legal session and not with individual Board members;
- Keep well-informed of developments that are relevant to issues that may come before the Board of Directors;
- Participate actively in Board meetings, committees, and actions;
- Be informed regarding association issues and industry developments;
- Strongly advocate for my views when policies are being determined; once association position is adopted, fully support it;
- Call to the attention of the Board of Directors any issues that I believe shall have an adverse effect on the Chamber or those that the Board of Directors serves;
- Refer member or outsourced management services staff complaints to the Board President;
- Recognize that the Board member's job is to ensure that Chamber is professionally managed, not to manage the Chamber;
- Vote to hire the best possible company or staff to manage the Chamber;
- Represent all constituents of the Chamber and not a particular geographic area or special interest group;
- Review agendas and supporting materials prior to meetings;
- Suggest new members for the association and/or for the Board and committees, assist in involving them;
- Consider myself a "trustee" of the Chamber and do my best to ensure that the Chamber is well maintained, financially secure, growing and always operating in the best interest of persons served;
- Always work to learn more about the Board member's job and how to do it better; and;
- Declare any conflict of interests between my personal life and my position on the Chamber Board of Directors and avoid voting on issues that appear to be a conflict of interest.

2. As a member of the Chamber Board or Staff, I **shall not**:

- Be unduly critical, in or outside of the Board meeting, of other Board members or staff members, or their opinions;
- Use the Chamber or any part of Chamber for unfair personal advantage or the unfair personal advantage of my friends or relatives;
- Discuss the confidential proceedings or distribute the proprietary documents of the Board of Directors outside the Board meeting;

- Assert authority as a Board member except when participating in a meeting of the Board or as unless delegated by the Board;
- Promise, prior to a meeting, how I shall vote on any issue in the meeting; and
- Interfere with duties of the Chamber President or Chamber Executive Director/CEO.

I understand that any violation of the Code of Ethics and Conduct may subject me to removal from the Board of Directors or dismissal from the staff.

Signature: _____ Date: _____

Name and Position: _____